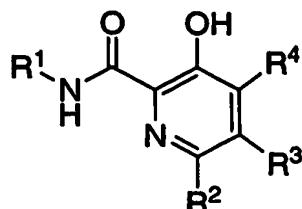


WHAT IS CLAIMED IS:**1. A compounds of the Formula:**

wherein:

R¹ is selected from:

- a) hydrogen,
- 10 b) aryl, heterocycle, C₃-C₁₀ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, and selected from:
- c) C₁-C₆ alkyl, unsubstituted or substituted with 1 to 5 substituents selected from:
- 15 1) aryl, unsubstituted or substituted with 1 to 5 substituents selected from:
 - i) C₁-C₆ alkyl, unsubstituted or substituted with 1-3 fluoro,
 - ii) C₃-C₆ cycloalkyl,
 - iii) C₂-C₆ alkynyl,
 - iv) OR¹⁰,
 - v) aryl,
 - vi) heterocycle,
 - vii) CN, and
 - viii) halo;
- 20 2) heterocycle, unsubstituted or substituted with 1 to 5 substituents selected from:
 - i) C₁-C₆ alkyl, unsubstituted or substituted with 1-3 fluoro,
 - ii) -OR¹⁰,
 - 25 iii) aryl, and
 - iv) halo;
 - 3) C₃-C₁₀ cycloalkyl,
 - 4) C₂-C₆ alkenyl,
 - 5) C₂-C₆ alkynyl,
 - 30 6) -OR¹⁰,

- 7) $-S(O)_mR^{11}$,
 8) $-NR^6-C(O)R^7$,
 9) $-C(O)-N(R^6)(R^7)$,
 10) $-CN$,
 5 11) $-NR^6-C(O)-N(R^6)(R^7)$,
 12) $-C(O)-OR^{10}$,
 13) halo, and
 14) $-N(R^6)(R^7)$;

10 R^2 is selected from:

- a) $-NR^6-C(O)R^7$,
 b) $-NR^6-S(O)_2R^7$, and
 15 d) c) $-NR^6-S(O)^2-N(R^6)(R^7)$;

R^3 and R^4 are independently selected from:

hydrogen, aryl, heterocycle, halo, C₁-C₆ alkyl, C₃-C₁₀ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₁-C₄ haloalkyl, R¹⁰O-, R¹¹S(O)_m-, R⁶C(O)-NR⁷-, CN, (R⁶)(R⁷)N-C(O)-(NR⁶)-, (R⁶)(R⁷)-N-C(O)-, R¹⁰C(O)-, R¹⁰OC(O)-, and N(R⁶)(R⁷); or

20 wherein R^3 and R^4 are optionally joined to form a saturated or unsaturated ring, containing 0-3 heteroatoms, wherein said ring is phenyl, pyridyl, pyrimidinyl, pyrazinyl, thiophenyl, furanyl, imidazolyl, thiazolyl, oxazolyl, and triazolyl, as well as partially saturated analogues thereof, said ring optionally substituted with one or more of:

25 aryl, heterocycle, C₁-C₆ alkyl, C₃-C₁₀ cycloalkyl, C₂-C₆ alkynyl, R¹⁰O-, R¹¹S(O)_m-, R⁶C(O)N R⁷-, R⁶S(O)2NR⁷-, (R⁶)(R⁷)N-C(O)-, CN, R¹⁰OC(O)-, F, and -N(R⁶)(R⁷);

30 R^6 and R^7 are independently selected from hydrogen, C₁-C₆ alkyl, C₃-C₁₀ cycloalkyl, heterocycle, aryl, unsubstituted or substituted with one or more of:

- a) C₁-C₄ alkyl,
 b) C₁-C₄ alkoxy,
 c) aryl or heterocycle,
 d) halo,
 35 e) -OR¹⁰, and
 f) -N(R¹⁰)₂;

wherein R⁶ and R⁷ may be joined to form a ring;

R¹⁰ is independently selected from hydrogen, C₁-C₆ alkyl, -CF₃, C₃-C₁₀ cycloalkyl, benzyl, and aryl;

5

R¹¹ is independently selected from C₁-C₆ alkyl, and aryl;

m is 0, 1, or 2;

10 and pharmaceutically acceptable salts and individual diastereomers thereof.

2. The compound according to Claim 1, wherein R¹ is -CH₂-aryl; unsubstituted or substituted with 1-3 substituents selected from: fluoro, chloro, bromo, iodo and methyl.

15 3. The compound according to Claim 1, wherein R¹ is benzyl, substituted with 1-3 fluoro.

4. The compound according to Claim 1, wherein R¹ is -CH₂C(O)OR¹⁰.

5. The compound according to Claim 1, wherein R¹ is -CH₂C(O)OC(CH₃)₃.

6. The compound according to Claim 1, wherein R¹ is -CH₂C(O)NHR⁶.

20 7. The compound according to Claim 1, wherein R¹ is -CH₂C(O)NH(C₄-C₁₀ cycloalkyl).

8. The compound according to Claim 1, wherein R¹ is -CH₂C(O)NH-aryl.

9. The compound according to Claim 1, wherein R² is -NR⁶-S(O)₂R⁷.

10. The compound according to Claim 1, wherein R³ is hydrogen.

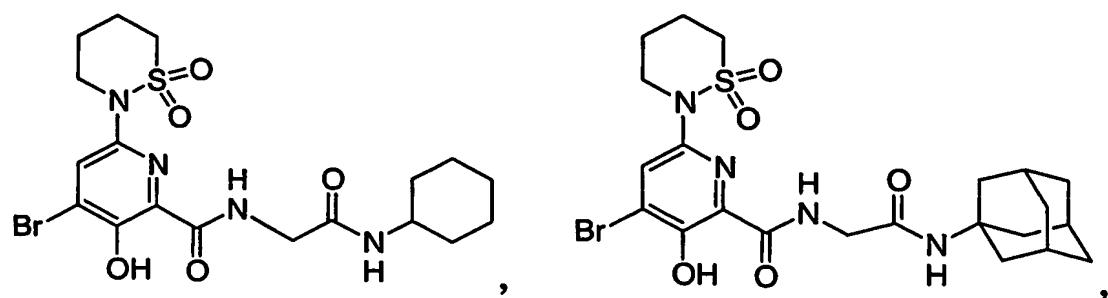
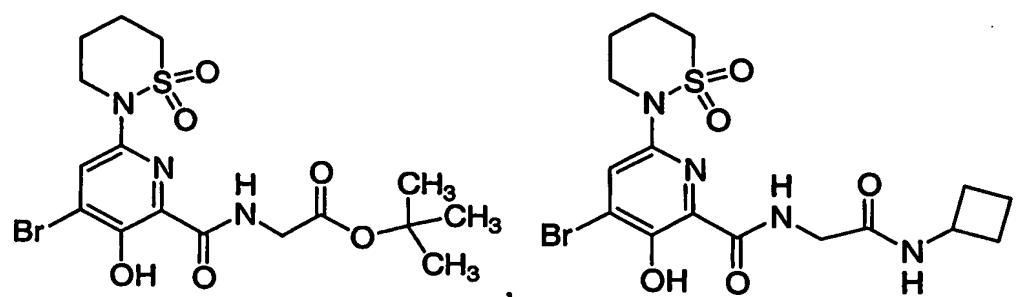
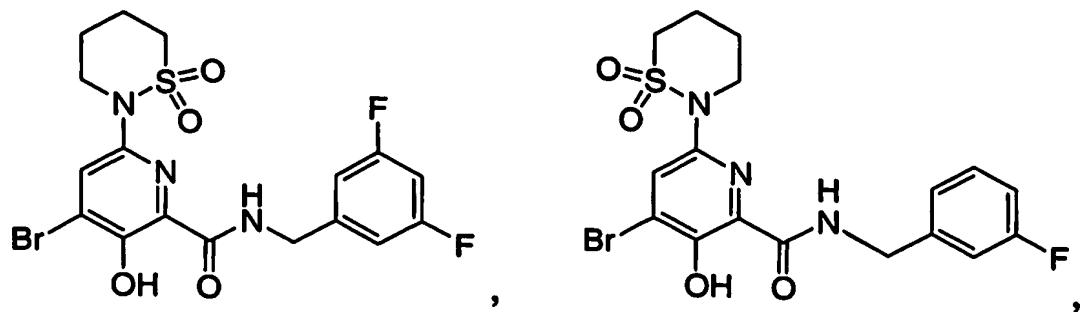
25 11. The compound according to Claim 1, wherein R³ and R⁴ are joined to form a ring selected from: phenyl, pyridyl, pyrimidinyl and pyrazinyl.

12. The compound according to Claim 1, wherein R³ and R⁴ are joined to form a pyridyl ring.

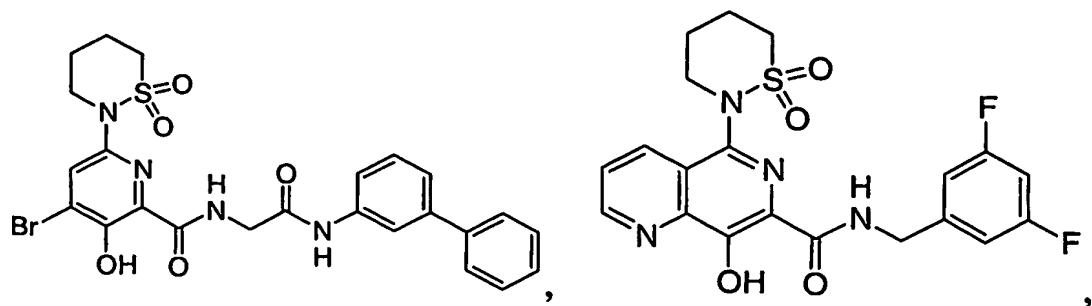
13. The compound according to Claim 1, wherein R⁴ is bromo.

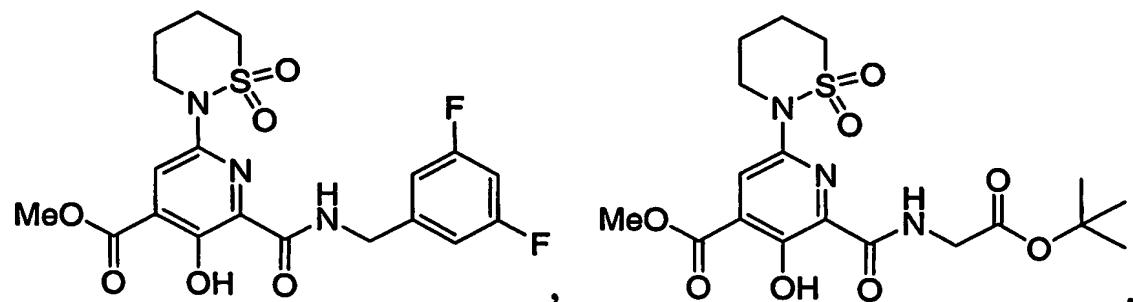
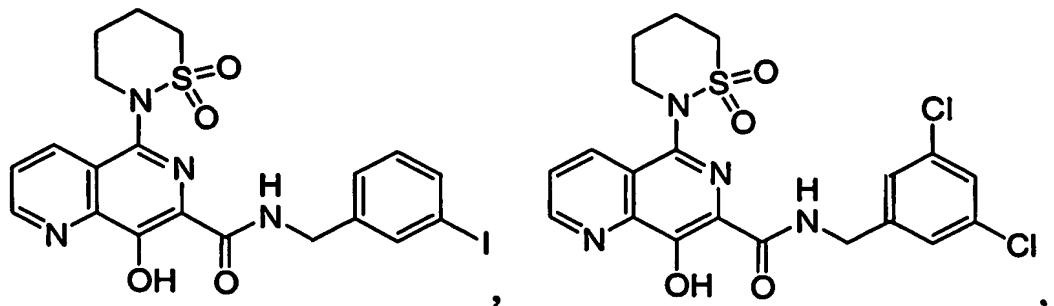
30 14. The compound according to Claim 1, wherein R⁴ is -C(O)OR¹⁰.

15. A compound selected from:



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and pharmaceutically acceptable salts and individual diastereomers thereof.

16. A pharmaceutical composition which comprises an inert carrier and the compound of Claim 1.

10

17. A method for antagonism of CGRP receptor activity in a mammal which comprises the administration of an effective amount of the compound of Claim 1.

15 18. A method for treating, controlling, ameliorating or reducing the risk of headache, migraine or cluster headache in a mammalian patient in need of such which comprises administering to the patient a therapeutically effective amount of the compound of Claim 1.

19. A method for modulation of AM receptor activity in a mammal which comprises the administration of an effective amount of the compound of Claim 1.

20

20. A method for treating, controlling, ameliorating or reducing the risk of cancer, diabetic retinopathy, vascular disorders, heart failure, septic shock, hypertension, renal failure and diabetes in a mammalian patient in need of such which comprises administering to the patient a therapeutically effective amount of the compound of Claim 1.

5

21. A method of treating or preventing migraine headaches, cluster headaches, and headaches, said method comprising the co-administration, to a person in need of such treatment, of:

10 a therapeutically effective amount of the compound of claim 1 or a pharmaceutically acceptable salt thereof; and

a therapeutically effective amount of a second agent selected from serotonin agonists, analgesics, anti-inflammatory agents, anti-hypertensives and anticonvulsants.

15

22. The method of claim 21, wherein said second agent is selected from a 5HT_{1B/1D} agonist, a 5HT_{1D} agonist, a 5HT_{1F} agonist, ergotamine, dihydroergotamine, aspirin, acetaminophen, a glucocorticoid, a non-steroidal anti-inflammatory agent.

20 23. The method of claim 21, wherein said second agent is selected from angiotensin II antagonists, angiotensin I antagonists, angiotensin converting enzyme inhibitors, and renin inhibitors.

25 24. A method of treating or preventing migraine headaches, cluster headaches, and headaches, said method comprising the co-administration, to a person in need of such treatment, of:

a therapeutically effective amount of the compound of claim 1 or a pharmaceutically acceptable salt thereof; and

30

a therapeutically effective amount of a second agent selected from anti-anxiety agents, neuroleptics, beta-blockers, calcium channel blockers, anti-depressants, selective serotonin reuptake inhibitors, NE reuptake inhibitors, botulinum toxins A or B, vanilloid receptor antagonists, adenosine 1 antagonists, NR2B antagonists, substance P antagonists, granzyme B

inhibitors, endothelin antagonists, norepinephrin precursors, nitric oxide synthase inhibitors, neuroleptics, bradykinin antagonists, gap junction inhibitors, AMPA/KA antagonists, sigma receptor agonists, chloride channel enhancers, monoamine oxidase inhibitors, opioid agonists, and leukotriene receptor antagonists, anti-emetics, prokinetics, and histamine H1 antagonists.